

USA CAPITAL INVESTORS REPRESENTED BY ROBERT C. LEPOME, ESQ. AS OF JUNE 13, 2006

<u>Client</u>	<u>Borrower</u>	<u>Amount Invested</u>	<u>Monthly Interest</u>	<u>Investment Date</u>
Stanley & Florence Alexander	Marquis Hotel	50,000	13%	03/17/03
Stanley & Florence Alexander	HFA Clear Lake	350,000	16%	
Stanley & Florence Alexander	HFA - North Yonkers	100,000	12.50%	
Stanley & Florence Alexander	Hasley Canyon	100,000	17%	
Stanley & Florence Alexander	I-40 Gateway West, LLC	53,000	15%	
Stanley & Florence Alexander	60th Street, LLC	100,000	15%	10/19/04
Stanley & Florence Alexander	Marquis Hotel	50,000	13%	
Stanley & Florence Alexander	Marquis Hotel	50,000	13%	
Stanley & Florence Alexander	Placer Vineyards	100,000	12.50%	
Stanley & Florence Alexander	Fiesta Development	100,000	12%	
Stanley & Florence Alexander	Brookmere/Matteson	150,000	12%	12/07/05
Stanley & Florence Alexander	Roam Development Group	92,000	12%	
Stanley & Florence Alexander	Lerin Hills	200,000	15%	
Stanley & Florence Alexander	Riviera Homes for America Holdings, LLC	90,000	16.50%	
Stanley & Florence Alexander	Lerin Hills	100,000	15%	
Stanley & Florence Alexander	Lerin Hills	125,000	15%	03/10/06
Jerome L. & Charma Block	Gramercy Court Condos	50,000	12%	03/24/05
Jerome L. & Charma Block	Shamrock Tower, LP	50,000	12%	
Jerome L. & Charma Block	Castaic Partners III LLC	50,000	12.50%	
Jerome L. & Charma Block	6425 Gess, LTD.	50,000	12%	
Church of Movement	Roam Development Group	100,000	12%	
Church of Movement	Del Valle Isleton	100,000	12.50%	13.50%
Church of Movement	HFA - North Yonkers	100,000	12.50%	
Church of Movement	Foxhill 216, LLC	100,000	13.50%	
Church of Movement	Bay Pomano Beach	100,000	13%	
James R. Cielen	HFA - Riveria 2nd	25,000	18%	13.50%
James R. Cielen	Preserve at Galleria, LLC	50,000	15%	
James R. Cielen	Cabernet	25,000	15%	
James R. Cielen	HFA - Windham	50,000	12%	
James R. Cielen	Placer Vineyards 2nd	50,000	16%	
James R. Cielen	Marquis Hotel	50,000	13%	17%
James R. Cielen	Amesbury/Hatters	25,000	13.50%	
James R. Cielen	Hasley Canyon	25,000	17%	
Patrick and Susan Davis	Beau Rivage	100,000	12%	
S&P Davis Limited Partnership	BarUSA/\$15,300,000	100,000	12.50%	12.50%
S&P Davis Limited Partnership	Hasley Canyon	50,000	17%	
S&P Davis Limited Partnership	J. Jireh's Corp.	100,000	12.50%	
S&P Davis Limited Partnership	Amesbury/Hatters	50,000	13%	
S&P Davis Limited Partnership	6424 Gess, LTD.	100,000	12%	
S&P Davis Limited Partnership	Foxhill 216, LLC	100,000	12.50%	

S&P Davis Limited Partnership	Fiesta USA/Stoneridge	100,000	13%
S&P Davis Limited Partnership	Del Valle Isleton	100,000	12%
S&P Davis Limited Partnership	Roam Development Group	100,000	12%
S&P Davis Limited Partnership	Tapia Ranch	100,000	12.50%
S&P Davis Limited Partnership	Rio Rancho Executive Plaza	100,000	12%
S&P Davis Limited Partnership	HFA Clear Lake	50,000	12%
S&P Davis Limited Partnership	Del Valle - Livingston	50,000	12%
S&P Davis Limited Partnership	Charlevoix Homes	100,000	15%
S&P Davis Limited Partnership	I-40 Gateway West, LLC	50,000	12%
S&P Davis Limited Partnership	Margarita Annex	50,000	12%
S&P Davis Limited Partnership	Gramercy Apartments	100,000	12%
S&P Davis Limited Partnership	Brookmere/Matteson	100,000	12%
S&P Davis Limited Partnership	Bay Pomano Beach	100,000	12.50%
S&P Davis Limited Partnership	Ocean Atlantic	100,000	12%
First Savings Bank, Custodian for Pat Davis IRA	Beau Rivage	50,000	18%
First Savings Bank, Custodian for Pat Davis IRA	BarUSA/\$15,300,000	66,000	12.50%
First Savings Bank, Custodian for Pat Davis IRA	Amesbury/Hatters	50,000	13%
First Savings Bank, Custodian for Susan Davis IRA	Amesbury/Hatters	50,000	13%
First Savings Bank, Custodian for Susan Davis IRA	Beau Rivage	50,000	18%
First Savings Bank, Custodian for Susan Davis IRA	BarUSA/\$15,300,000	66,000	12.50%
Norma Deull	Gramercy Court Condos	50,000	12%
Norma Deull	Bay Pomano Beach	50,000	12.50%
Norma Deull	HFA - North Yonkers	50,000	12%
Nancy Golden	Placer Vineyards	50,000	12.50%
Nancy Golden	Wasco Investments	50,000	12%
Nancy Golden	Oak Shores II	60,000	12%
Nancy Golden	Fiesta Murrieta	50,000	
Nancy Golden	Roam Development Group	50,000	12%
Phyllis Marina Karr	Mountain House Business Hotel	60,000	12%
Phyllis Marina Karr	La Hacienda Estate, LLC	60,000	12%
Martin Leaf	Gramercy Court Condos	50,000	12%
Martin Leaf	HFA - North Yonkers	50,000	12%
Martin Leaf	Bay Pomano Beach	50,000	12.50%
Pamela Jean Marton	Bay Pomano Beach	50,000	12.50%
Pamela Jean Marton	Palm Harbor One	50,000	12%
Matthew Molitch	Ocean Atlantic	50,000	12%
Matthew Molitch	HFA Clear Lake	50,000	12%
Matthew Molitch	Marlton Square	300,000	12.50%
Matthew Molitch	6425 Gess, LTD.	50,000	12%
Matthew Molitch	Fiesta USA/Stoneridge	100,000	13%
Matthew Molitch	Roam Development Group	200,000	12%
Matthew Molitch	Rio Rancho Executive Plaza	50,000	12%
Matthew Molitch	Brookmere/Matteson	100,000	12%
Matthew Molitch	Foxhill 216, LLC	50,000	12.50%
Marilyn & Matthew Molitch	Gramercy Court Condos	50,000	12%

First Savings Bank, Custodian for Matthew Molitch IRA	Bundy Canyon	54,000	12%	From 2/1/06 to 2/28/06
David and Sally Olds	Shamrock Tower, LP	50,000	12%	
David and Sally Olds	6425 Gess, LTD	50,000	12%	
David and Sally Olds	Lake Helen Partners	50,000	14%	
David and Sally Olds	HFA Clear Lake	50,000	12%	
David and Sally Olds	Palm Harbor One	50,000	12%	
Frances E. Phillips	Bay Pomano Beach	50,000	12.50%	
Frances E. Phillips	Foxhill 216, LLC	50,000	12.50%	
Stephen and Frances Phillips	Bundy Canyon \$2,500,000	50,000	12%	
Stephen and Frances Phillips	Del Valle - Livingston	50,000	12%	
Stephen and Frances Phillips	Wasco Investments	50,000	12%	
Hans J. Prakelt	Foxhill 216, LLC	50,000	12.50%	
Hans J. Prakelt	Golden State Investments II	50,000	12%	
Hans J. Prakelt	Roam Development Group	100,000	12%	
Hans J. Prakelt	SVRB Rio Bravo \$4,500,000	50,000	12%	
Hans J. Prakelt	Palm Harbor One	50,000	12%	
Hans J. Prakelt	Lerin Hills	50,000	15%	
Crosbie Ronning	Fiesta Murrieta	50,000	12%	
Crosbie Ronning	Placer Vineyards	50,000	12.50%	
Crosbie Ronning	Margarita Annex	50,000	12%	
Crosbie Ronning	Fiesta Development	50,000	12%	
Grable B. Ronning	Fiesta Murrieta	100,000	12%	
Grable B. Ronning	Oak Shores II	100,000	12%	
Grable B. Ronning	Universal Hawaii	100,000	12%	
Grable B. Ronning	Comman Toltec 160, LLC	100,000	12%	
Grable B. Ronning	Placer Vineyards	85,000	12.50%	
Grable B. Ronning	Rio Bravo (SVRB)	100,000	12%	
Grable B. Ronning	Roam Development Group	100,000	12%	
Grable B. Ronning	Castaic Partners II LLC	100,000	12.50%	
Grable B. Ronning	Fiesta Development	100,000	12.00%	
Bosworth 1988 Trust	Placer Vineyards	50,000	12.50%	
Bosworth 1988 Trust	Margarita Annex	50,000	12%	
Wild Water Limited Partnership	Comman Toltec 160, LLC	50,000	12%	
Wild Water Limited Partnership	Foxhill 216, LLC	50,000	12.50%	
Wild Water Limited Partnership	Elizabeth May Real	50,000	12%	
Wild Water Limited Partnership	Oak Shores II	50,000	12%	
Wild Water Limited Partnership	Fiesta Murrieta	50,000	12%	
Wild Water Limited Partnership	SVRB Rio Bravo \$4,500,000	50,000	12%	
Wild Water Limited Partnership	Universal Hawaii	50,000	12%	
Wild Water Limited Partnership	Castaic Partners II LLC	50,000	12%	
Wild Water Limited Partnership	Roam Development Group	50,000	12%	
Wild Water Limited Partnership	Fiesta Development	50,000	12%	
Spectrum Capital, LLC	Ocean Atlantic	50,000	12%	
Spectrum Capital, LLC	Oak Shores II	50,000	12%	
Spectrum Capital, LLC	BarUSA/\$15,300,000	40,000	12.50%	

Spectrum Capital, LLC	Amesbury/Hatters	40,000	13%	
Spectrum Capital, LLC	Glendale Tower	50,000	12.50%	
Spectrum Capital, LLC	Harbor Georgetown	50,000	12%	
Spectrum Capital, LLC	HFA - North Yonkers	50,000	12%	
Spectrum Capital, LLC	Huntsville	50,000	12%	
Spectrum Capital, LLC	Lerin Hills	50,000	15%	
Spectrum Capital, LLC	Marlton Square	50,000	12.50%	
Spectrum Capital, LLC	Marquis Hotel	50,000	13%	
Spectrum Capital, LLC	Brookmere/Matteson	30,000	12%	
Spectrum Capital, LLC	Shamrock Tower, LP	50,000	12%	
Spectrum Capital, LLC	Universal Hawaii	50,000	12%	
Spectrum Capital, LLC	Elizabeth May Real	500,000	12%	
Spectrum Capital, LLC	Eagle Meadows	100,000	12.50%	
Carole Talan	Del Valle - Livingston	50,000	12%	
Carole Talan	Gateway Stone	50,000	12%	
Voss Family Trust	Marquis Hotel	100,000	13%	
Voss Family Trust	Ashby Financial \$7,200,000	130,000	12%	
Voss Family Trust	Del Valle - Livingston	100,000	12%	
Voss Family Trust	Wasco Investments	90,000	12%	
Voss Family Trust	SVRB Rio Bravo \$4,500,000	100,000	12%	
Voss Family Trust	Placer Vineyards	125,000	12.50%	
Voss Family Trust	Oak Shores II	100,000	12%	
Voss Family Trust	Mountain House Business Hotel	75,000	12%	01/25/06
Voss Family Trust	Mountain House Business Hotel	75,000	12%	05/18/05
Voss Family Trust	Marlton Square	60,000	12.50%	
Voss Family Trust	Margarita Annex	100,000	12%	
Voss Family Trust	6425 Gess, LTD	120,000	12.00%	
Voss Family Trust	Huntsville	100,000	12%	
Voss Family Trust	Foxhill 216, LLC	50,000	12.50%	
Voss Family Trust	Gramercy Court Condos	55,000	12%	
Voss Family Trust	HFA - North Yonkers	125,000	12%	